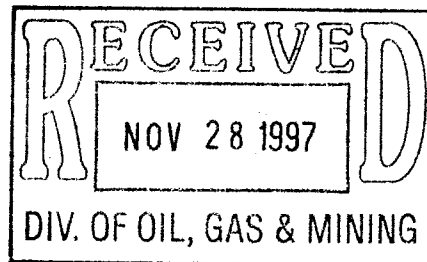




November 25, 1997

Bureau of Land Management
Vernal District Office
170 South 500 East
Vernal, Utah 84078

ATTENTION: Ed Forsman/Wayne Bankert



Gentlemen:


Enclosed are the originals and two copies of the **STANDARD OPERATING PRACTICES**, (Drilling Program, and the Multi-Point Surface Use Plan), **Application For Permit to Drill**, and the **CONDITIONS OF APPROVAL**, for each the following locations:

bill-7-9-

Nine Mile #15-6 ✓	Ashley Federal #5-1 ✓
Nine Mile #14-6 ✓	Ashley Federal #8-12 ✓
Nine Mile #12-7 ✓	Ashley Federal #12-1 ✓
Nine Mile #14-31 ✓	Ashley Federal #2-12 ✓
Nine Mile #4-7 ✓	Ashley Federal #4-12 ✓
Nine Mile #3-7 ✓	Ashley Federal #1-12 ✓
Nine Mile #2-7 ✓	Ashley Federal #13-1 ✓
Nine Mile #15-1 ✓ <i>Ashley Fed</i> →	Ashley Federal #7-12 ✓
Ashley Federal #7-12 ✓	Ashley Federal #16-1 ✓
Ashley Federal #14-1 ✓	Ashley Federal #11-1 ✓

Also included are the original and two copies of the Sundry Notice and Reports on Wells, for the Nine Mile #16-7 amended drilling program.

Please contact me in the Vernal Branch office (801) 789-1866 if you have any questions, or need additional information.

Sincerely,

Cheryl Cameron
Regulatory Compliance Specialist

cc: State of Utah
Division of Oil Gas & Mining
1594 WN Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK DRILL <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/>		5. LEASE DESIGNATION AND SERIAL NO. UTU-74390
1b. TYPE OF WELL OIL <input type="checkbox"/> GAS <input type="checkbox"/> SINGLE <input type="checkbox"/> MULTIPLE <input type="checkbox"/> WELL <input checked="" type="checkbox"/> WELL <input type="checkbox"/> OTHER <input type="checkbox"/> ZONE <input type="checkbox"/> ZONE <input type="checkbox"/>		6. IF INDIAN, ALOTTEE OR TRIBE NAME
2. NAME OF OPERATOR Inland Production Company		7. UNIT AGREEMENT NAME
3. ADDRESS OF OPERATOR P.O. Box 790233 Vernal, UT 84079 Phone: (801) 789-1866		8. FARM OR LEASE NAME Nine Mile
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. *) At Surface SE/SW At proposed Prod. Zone 781' FSL & 2074' FWL <i>788 637</i>		9. WELL NO. #14-6
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE* 13.5 Miles southwest of Myton, Utah		10. FIELD AND POOL OR WILDCAT Monument Butte
15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any) 781'	16. NO. OF ACRES IN LEASE 2077.19	11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA Sec. 6, T9S, R16E
18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT.	19. PROPOSED DEPTH 6500'	12. County Duchesne
21. ELEVATIONS (Show whether DF, RT, GR, etc.) 5942.6' GR	20. ROTARY OR CABLE TOOLS Rotary	13. STATE UT
22. APPROX. DATE WORK WILL START* 4th Quarter 1997		
23. PROPOSED CASING AND CEMENTING PROGRAM		
SIZE OF HOLE	SIZE OF CASING	WEIGHT/FOOT
SETTING DEPTH	QUANTITY OF CEMENT	
Refer to Monument Butte Field SOP's Drilling Program/Casing Design		

The Conditions of Approval For Application For Permit To Drill are attached.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM : If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone.
If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24. **Regulatory**
SIGNED *Cheryl Cameron* TITLE **Compliance Specialist** DATE **11/24/97**
Cheryl Cameron

(This space for Federal or State office use)

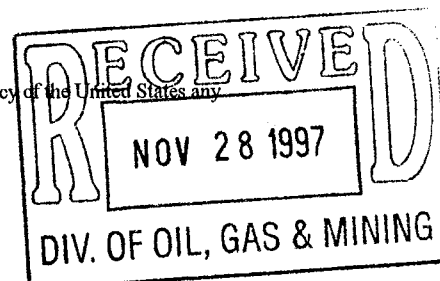
PERMIT NO. **43-013-31999** APPROVAL DATE _____
Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY *John R. Boga* TITLE **Associate Director** DATE **2/12/98**
Utah DOGM

***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.



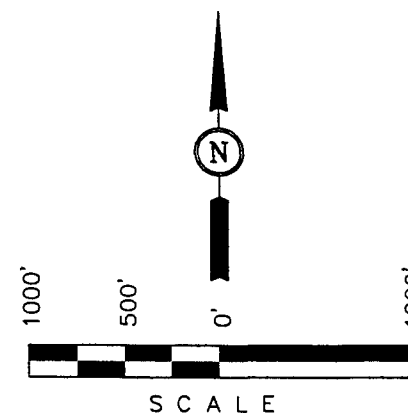
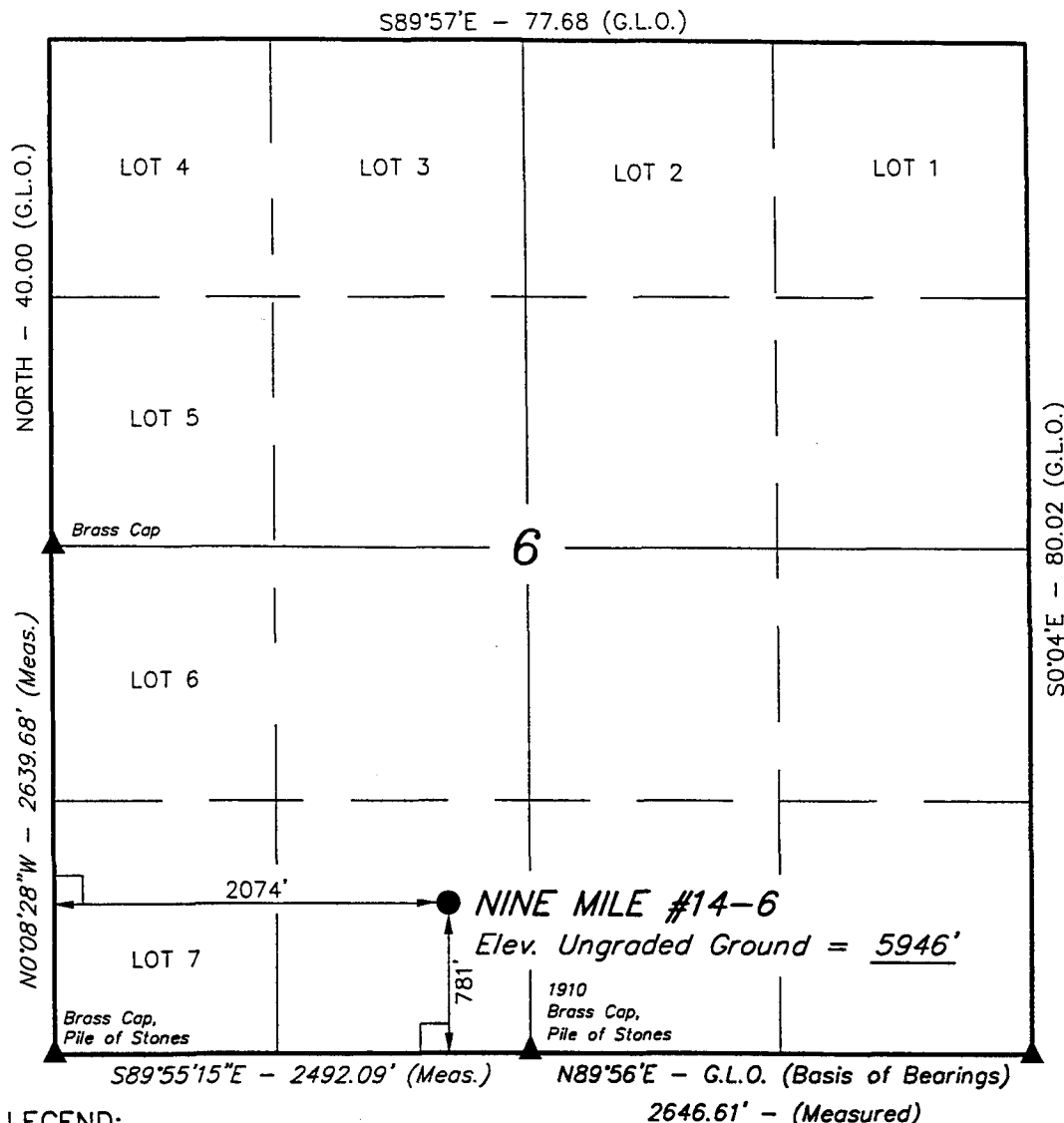
T9S, R16E, S.L.B.&M.

INLAND PRODUCTION CO.

Well location, NINE MILE #14-6, located as shown in the SE 1/4 SW 1/4 of Section 6, T9S, R16E, S.L.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK LOCATED IN THE NE 1/4 SE 1/4 OF SECTION 1, T9S, R15E, S.L.B.&M. TAKEN FROM THE MYTON SW QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5924 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

[Signature]
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (801) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 11-2-97	DATE DRAWN: 11-15-97
PARTY G.S. K.R. D.COX	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE INLAND PRODUCTION CO.	

INLAND PRODUCTION COMPANY
NINE MILE #14-6
SE/SW SECTION 6, T9S, R16E
DUCHESNE COUNTY, UTAH

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1. GEOLOGIC SURFACE FORMATION:

Uinta formation of Upper Eocene Age

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Uinta and Green River

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:

Oil/Gas – Green River Formation

4. PROPOSED CASING PROGRAM

Please refer to the Monument Butte Field Standard Operation Procedure (SOP).

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

Please refer to the Monument Butte Field SOP. See Exhibit "F".

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

Please refer to the Monument Butte Field SOP.

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Please refer to the Monument Butte Field SOP.

8. TESTING, LOGGING AND CORING PROGRAMS:

Please refer to the Monument Butte Field SOP.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

The anticipated maximum bottom hole pressure is 1800 psi. It is not anticipated that abnormal temperatures will be encountered; nor that any other abnormal hazards such as H₂S will be encountered in this area.

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS:

Please refer to the Monument Butte Field SOP.

**INLAND PRODUCTION COMPANY
NINE MILE #14-6
SE/SW SECTION 6, T9S, R16E
DUCHESNE COUNTY, UTAH**

ONSHORE ORDER NO. 1

MULTI-POINT SURFACE USE & OPERATIONS PLAN

1. EXISTING ROADS

See attached Topographic Map "A"

To reach Inland Production Company well location site Nine Mile #14-6 located in the SE 1/4 SW 1/4 Section 6, T9S, R16E, S.L.B. 7 M. Duchesne County, Utah:

Proceed westerly out of Myton, Utah along Highway 40 – 1.6 miles \pm to the junction of this highway and the Sand Wash Road; proceed southerly along this road – 4.9 miles to the Wells Draw Road intersection; proceed southwesterly 2.4 miles to its intersection with an existing dirt road; proceed southwesterly 1.0 miles to its junction with an existing jeep trail; proceed southerly 2.6 miles to the beginning of the access road. The existing jeep trail will be upgraded to the same conditions as the access road.

2. PLANNED ACCESS ROAD

See Topographic Map "B" for the location of the proposed access road.

3. LOCATION OF EXISTING WELLS

Refer to Exhibit "D".

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

Please refer to the Monument Butte Field Standard Operating Procedure (SOP).

5. LOCATION AND TYPE OF WATER SUPPLY

Please refer to the Monument Butte Field SOP. See Exhibit "C".

6. SOURCE OF CONSTRUCTION MATERIALS

Please refer to the Monument Butte Field SOP.

7. METHODS FOR HANDLING WASTE DISPOSAL

Please refer to the Monument Butte Field SOP. See Exhibit "E".

8. ANCILLARY FACILITIES

Please refer to the Monument Butte Field SOP.

9. WELL SITE LAYOUT

The attached Location Layout Diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s), and surface material stockpile(s). Refer to Exhibits "E" and "E-1".

10. PLANS FOR RESTORATION OF SURFACE

Please refer to the Monument Butte Field SOP.

11. SURFACE OWNERSHIP - Bureau Of Land Management

12. OTHER ADDITIONAL INFORMATION

The Archaeological Cultural Resource Survey will be submitted, as soon as it becomes available.

13. LESSEE'S OR OPERATORS REPRESENTATIVE AND CERTIFICATION

Representative

Name: Cheryl Cameron

Address: P.O. Box 790233 Vernal, Utah 84079

Telephone: (435) 789-1866


Certification

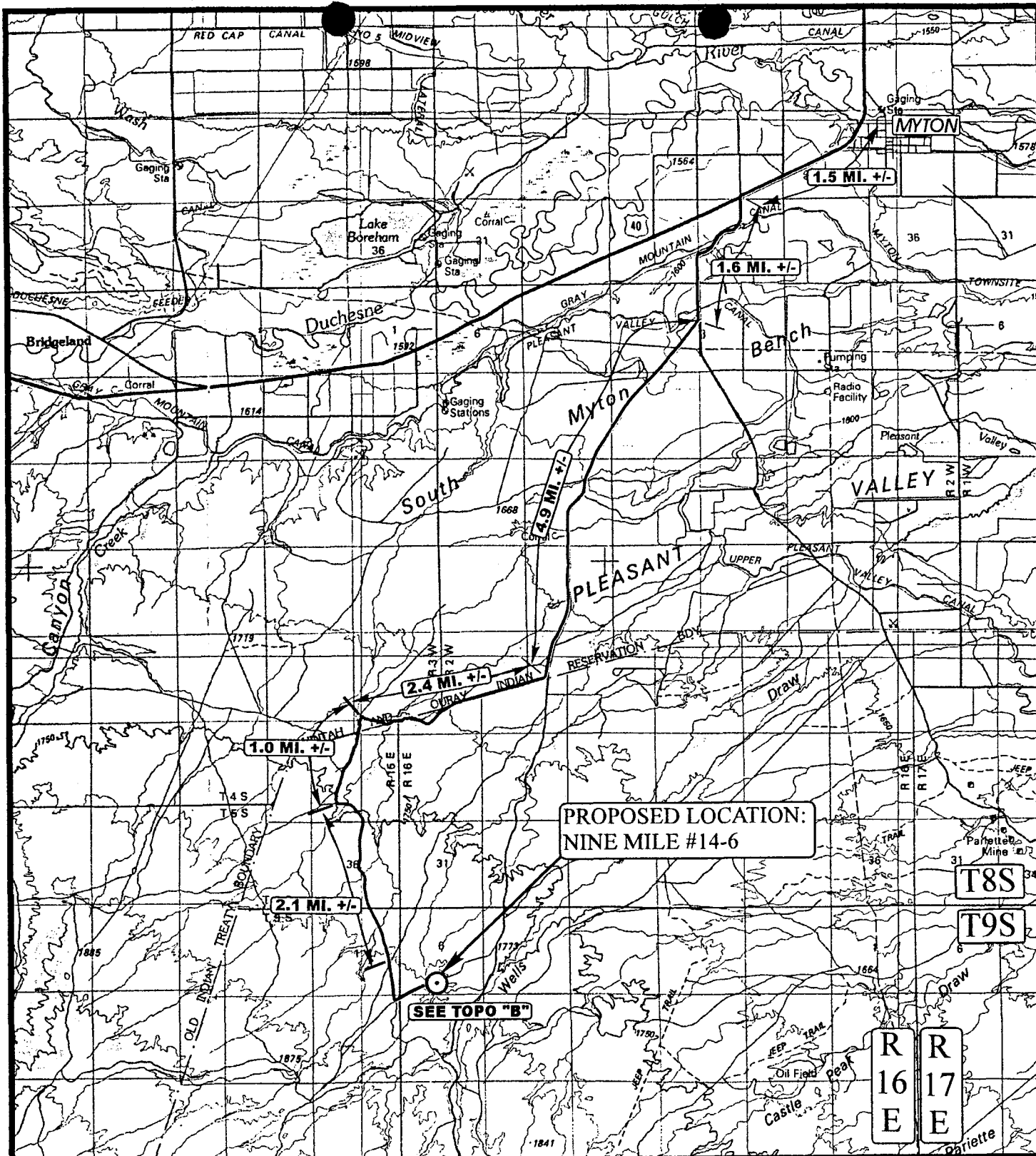
Please be advised that INLAND PRODUCTION COMPANY is considered to be the operator of well #14-6 SE/SW Section 6, Township 9S, Range 16E: Lease UTU-74390, Duchesne County, Utah: and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by Hartford Accident #4488944.

I hereby certify that I, or persons under my direct supervision have inspected the proposed drillsite and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge; and that the work associated with the operations proposed here will be performed by Inland Production Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

11/24/97

Date


Cheryl Cameron
Regulatory Compliance Specialist



LEGEND:

⊙ PROPOSED LOCATION

N

INLAND PRODUCTION CO.

NINE MILE #14-6

SECTION 6, T9S, R16E, S.L.B.&M.

781' FSL 2074' FWL



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(801) 789-1017 * FAX (801) 789-1813
Email: uels@easilink.com

TOPOGRAPHIC
MAP

11 14 97
MONTH DAY YEAR

SCALE: 1 : 100,000 DRAWN BY: C.G. REVISED: 00-00-00





475 17th Street Suite 1500
Denver, Colorado 80202
Phone: (303)-292-0900

Regional Area

Duchenne County, Utah

Date: 4/18/97

24

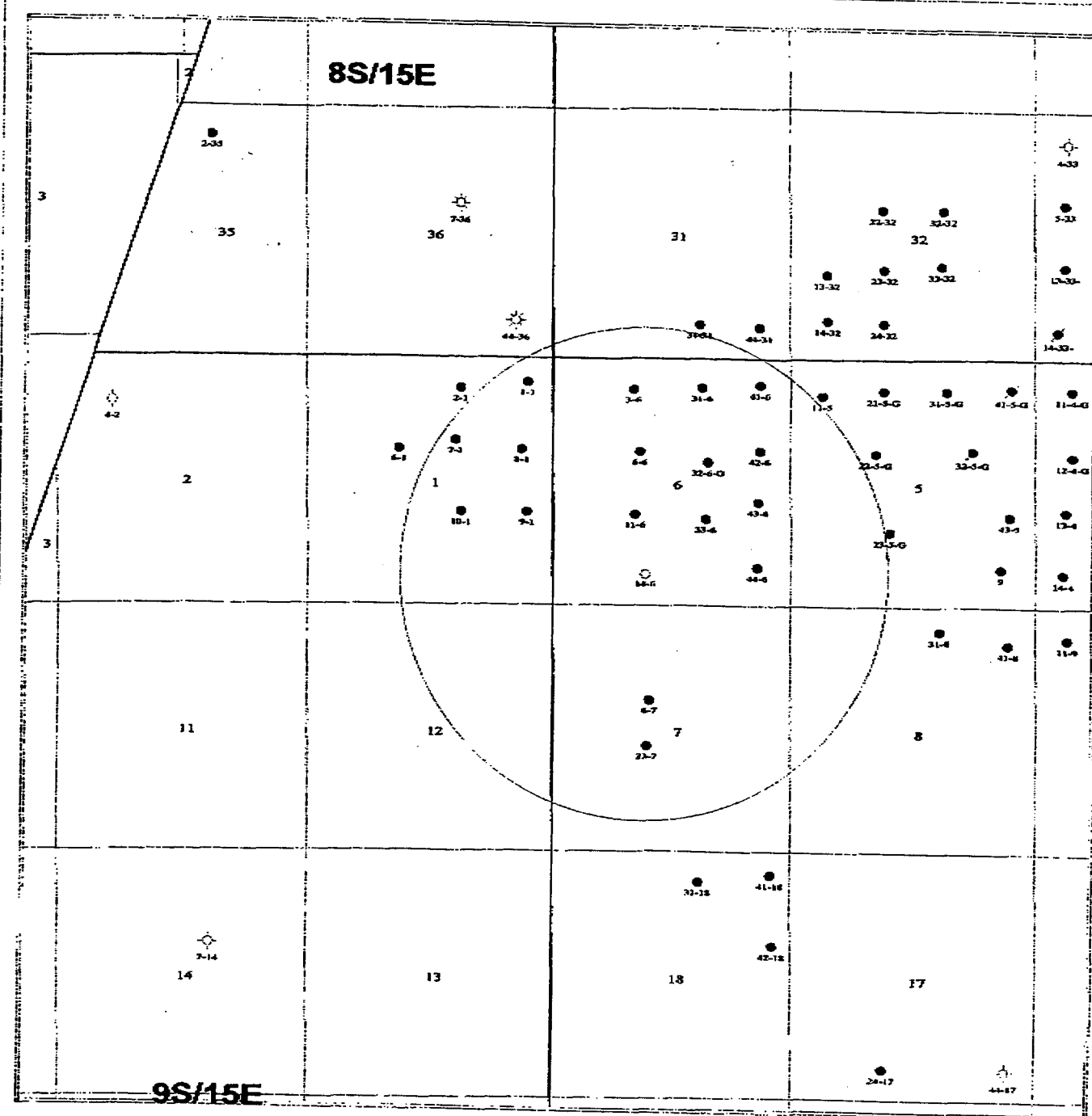


EXHIBIT "D"

INLAND PRODUCTION COMPANY

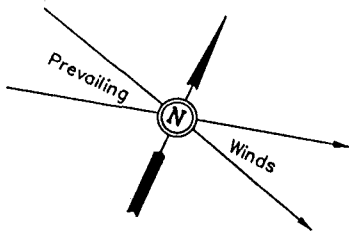
ONE MILE RADIUS
Nine Mile 14-6

1st. Edition	2nd. Edition	3rd. Edition

INLAND PRODUCTION CO.

LOCATION LAYOUT FOR

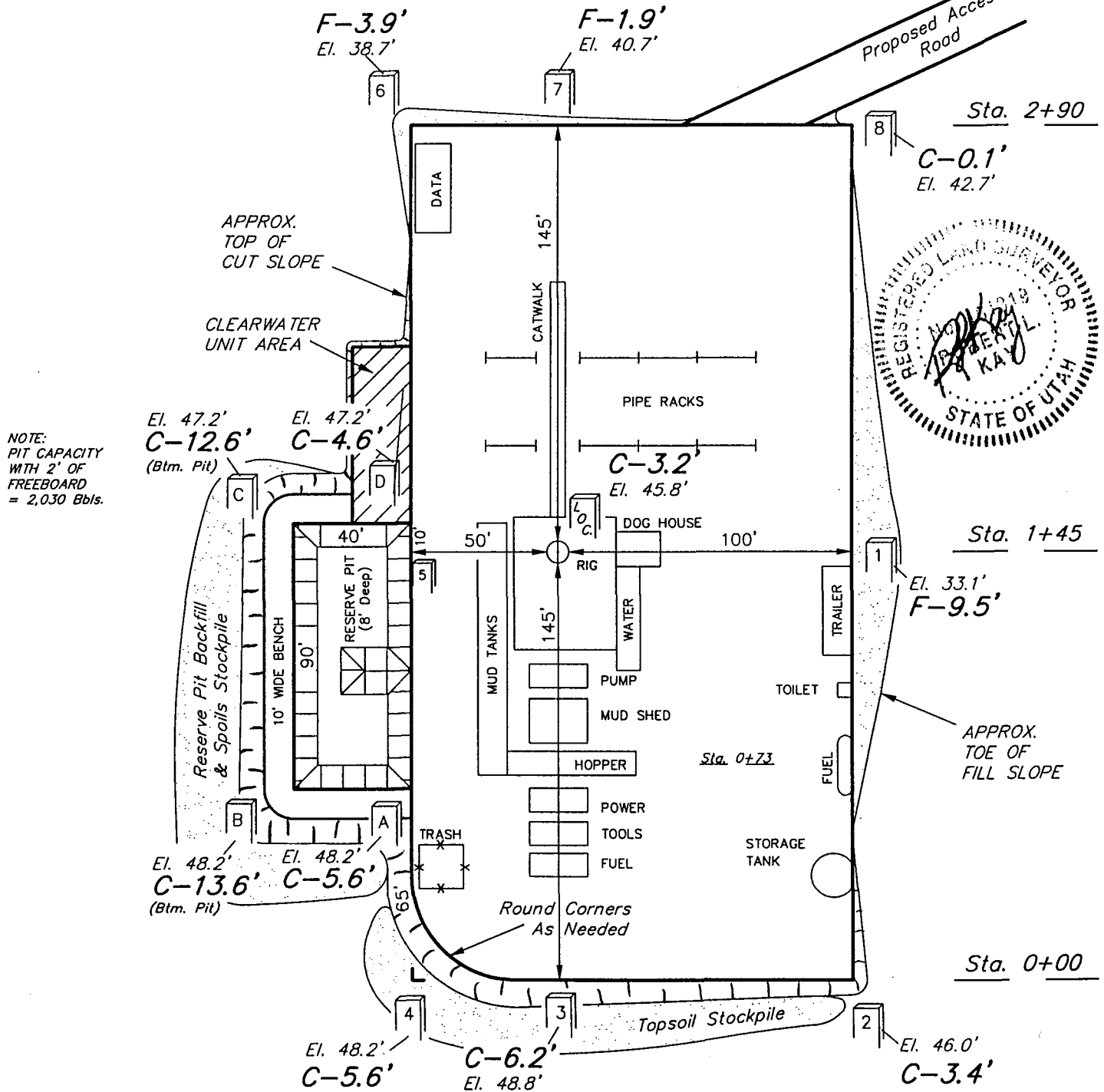
NINE MILE #14-6
SECTION 6, T9S, R16E, S.L.B.&M.
781' FSL 2074' FWL



SCALE: 1" = 50'

Date: 11-15-97

Drawn By: D.COX



Elev. Ungraded Ground at Location Stake = 5945.8'

Elev. Graded Ground at Location Stake = 5942.6'

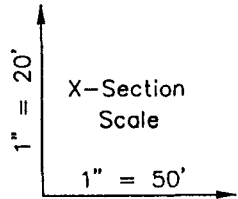
UINTAH ENGINEERING & LAND SURVEYING

85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

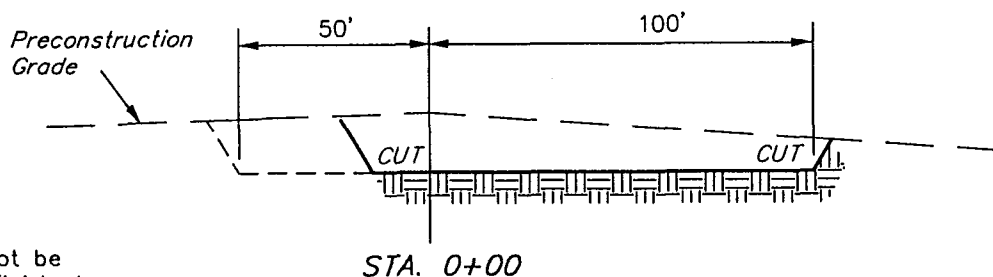
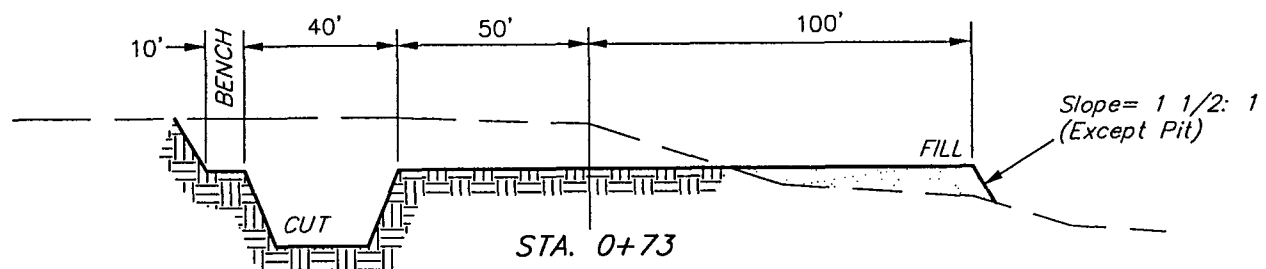
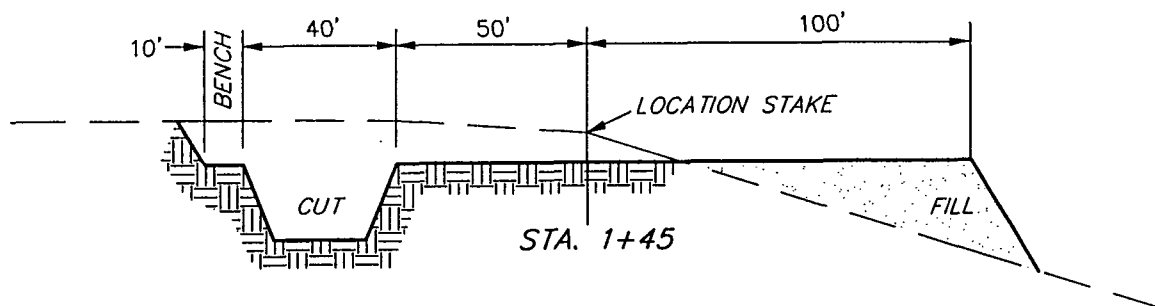
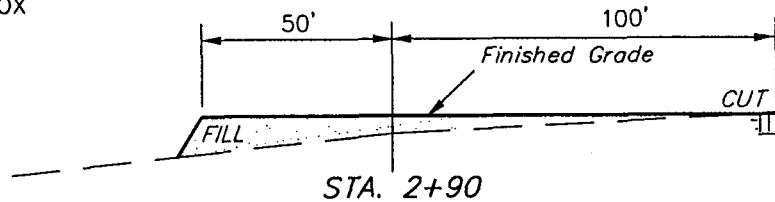
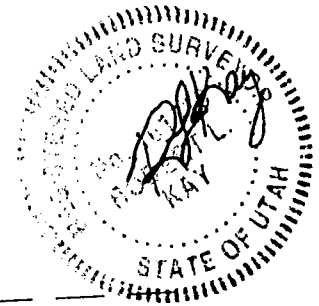
INLAND PRODUCTION CO.

TYPICAL CROSS SECTIONS FOR

NINE MILE #14-6
SECTION 6, T9S, R16E, S.L.B.&M.
781' FSL 2074' FWL



Date: 11-15-97
Drawn By: D.COX



NOTE:

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = 870 Cu. Yds.

Remaining Location = 4,000 Cu. Yds.

TOTAL CUT = 4,870 CU.YDS.

FILL = 3,490 CU.YDS.

EXCESS MATERIAL AFTER
5% COMPACTION

= 1,200 Cu. Yds.

Topsoil & Pit Backfill
(1/2 Pit Vol.)

= 1,200 Cu. Yds.

EXCESS MATERIAL After
Reserve Pit is Backfilled &
Topsoil is Re-distributed

= 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017

Well No.: Nine Mile 14-6 (EREC 24-6)

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company

Well Name & Number: Nine Mile 14-6 (EREC 24-6)

API Number:

Lease Number: UTU-74390

Location: SESW Sec. 6, T9S, R16E

GENERAL

Operator will move location NW of center until adjacent to existing access road. Topsoil will be stored on S side of location. Tanks will be on N side of location.

CULTURAL RESOURCES

See *CONDITIONS OF APPROVAL FOR INLAND RESOURCES MONUMENT BUTTE-MYTON BENCH WATERFLOOD ENVIRONMENTAL ASSESSMENT DUCHESNE AND UINTAH COUNTIES, UTAH EA NUMBER 1996-61.*

PALEONTOLOGICAL RESOURCES

See *CONDITIONS OF APPROVAL FOR INLAND RESOURCES MONUMENT BUTTE-MYTON BENCH WATERFLOOD ENVIRONMENTAL ASSESSMENT DUCHESNE AND UINTAH COUNTIES, UTAH EA NUMBER 1996-61.*

SOILS, WATERSHEDS, AND FLOODPLAINS

See *CONDITIONS OF APPROVAL FOR INLAND RESOURCES MONUMENT BUTTE-MYTON BENCH WATERFLOOD ENVIRONMENTAL ASSESSMENT DUCHESNE AND UINTAH COUNTIES, UTAH EA NUMBER 1996-61.*

WILDLIFE AND FISHERIES

See *CONDITIONS OF APPROVAL FOR INLAND RESOURCES MONUMENT BUTTE-MYTON BENCH WATERFLOOD ENVIRONMENTAL ASSESSMENT DUCHESNE AND UINTAH COUNTIES, UTAH EA NUMBER 1996-61.*

SAGE GROUSE: No new construction or surface disturbing activities will be allowed between March 1 and June 30 due to the locations proximity (2 mile radius) to Sage Grouse strutting grounds.

THREATENED, ENDANGERED, AND OTHER SENSITIVE SPECIES

See *CONDITIONS OF APPROVAL FOR INLAND RESOURCES MONUMENT BUTTE-MYTON BENCH WATERFLOOD ENVIRONMENTAL ASSESSMENT DUCHESNE AND UINTAH COUNTIES, UTAH EA NUMBER 1996-61*.

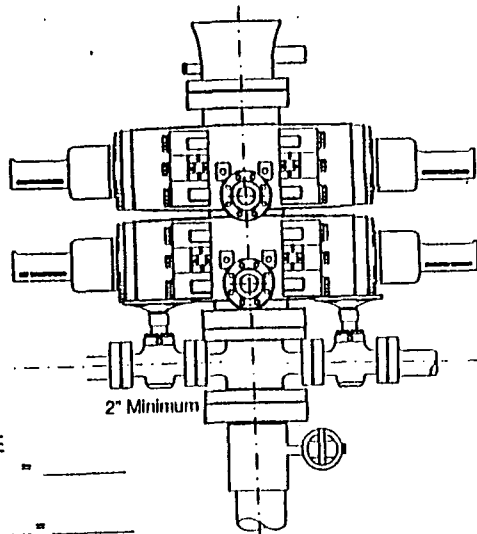
MOUNTAIN PLOVER: If new construction or surface disturbing activities are scheduled to occur between March 15 and August 15, detailed surveys of the area within 0.5 mile of the proposed location and within 300 feet of proposed access routes must be conducted to detect the presence of mountain plovers. All surveys must be completed prior to initiating new construction or surface disturbing activities (see Survey Protocol COAs EA Number 1996-61).

FERRUGINOUS HAWK: In the event that this well becomes a producing well, it must be equipped with a multi-cylinder engine or hospital muffler to reduce noise levels.

OTHER

2-M SYSTEM

RAM TYPE B.O.P.
 Make:
 Size:
 Model:



2" Minimum

GAL TO CLOSE

Annular BOP = _____

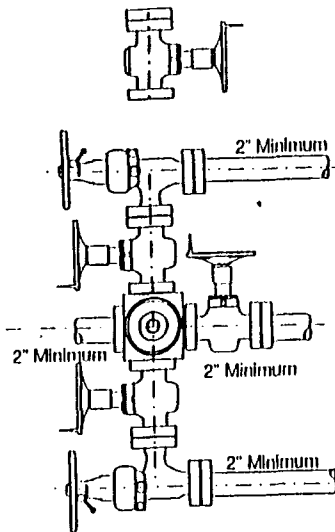
Ramtype BOP

____ Rams x _____ = _____ Gal.

= _____ Gal.

_____ x 2 = _____ Total Gal.

Rounding off to the next higher
 increment of 10 gal. would require
 _____ Gal. (total fluid & nitro volume)



2" Minimum

2" Minimum

2" Minimum

2" Minimum

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/28/97

API NO. ASSIGNED: 43-013-31999

WELL NAME: NINE MILE 14-6
OPERATOR: INLAND PRODUCTION COMPANY (N5160)

PROPOSED LOCATION:
SESW 06 - T09S - R16E
SURFACE: 0781-FSL-2074-FWL
BOTTOM: 0781-FSL-2074-FWL
DUCHESNE COUNTY
UNDESIGNATED FIELD (002)

LEASE TYPE: FED
LEASE NUMBER: UTU - 74390

PROPOSED PRODUCING FORMATION: GRRV

INSPECT LOCATION BY: / /

TECH REVIEW	Initials	Date
Engineering		
Geology		
Surface		

RECEIVED AND/OR REVIEWED:

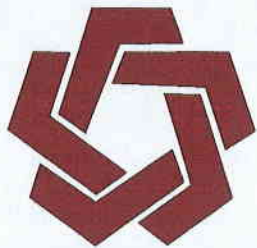
☒ Plat
☒ Bond: Federal ☒ State ☐ Fee ☐
(Number 4488944)
☒ Potash (Y/N)
☒ Oil shale (Y/N)
☒ Water permit
(Number GILSONITE STATE 9-32)
☒ RDCC Review (Y/N)
(Date: _____)

LOCATION AND SITING:

____ R649-2-3. Unit: _____
☒ R649-3-2. General.
____ R649-3-3. Exception.
____ Drilling Unit.
____ Board Cause no: _____
____ Date: _____

COMMENTS: _____

STIPULATIONS: _____



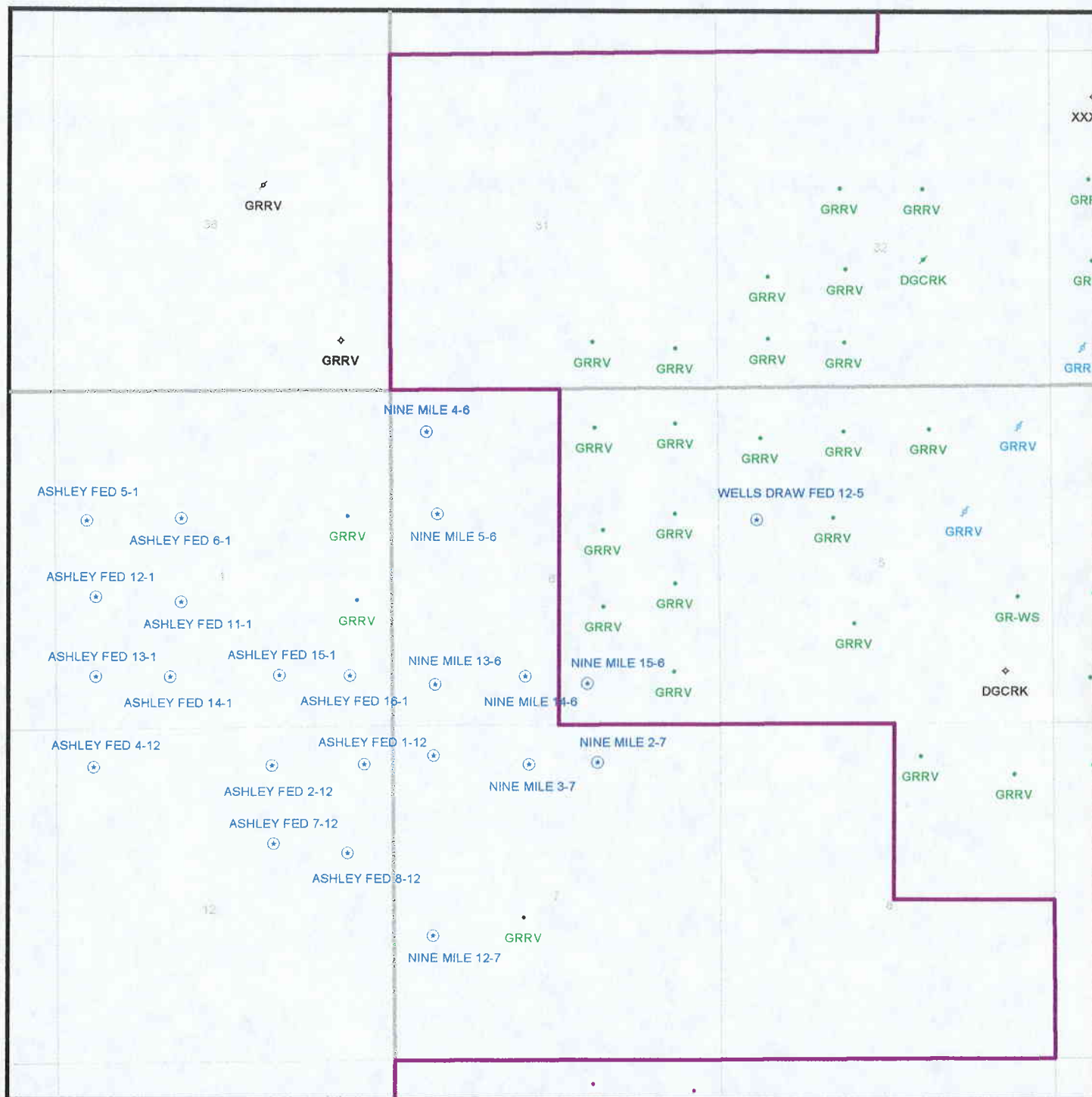
DIVISION OF OIL, GAS & MINING

OPERATOR: INLAND PRODUCTION (N5160)

FIELD: UNDESIGNATED (002)

SEC. TWP. RNG.: SEC. 6 & 7, T9S, R16E

COUNTY: DUCHESNE UAC: R649-3-2



DATE PREPARED:
1-DEC-1997



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Ted Stewart
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210

PO Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

February 12, 1998

Inland Production Company
P.O. Box 790233
Vernal, Utah 84079

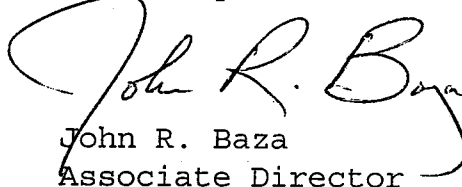
Re: Nine Mile 14-6 Well, 781' FSL, 2074' FWL, SE SW, Sec. 6,
T. 9 S., R. 16 E., Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-31999.

Sincerely,


John R. Baza
Associate Director

lwp

Enclosures

cc: Duchesne County Assessor

Bureau of Land Management, Vernal District Office

Operator: Inland Production Company
Well Name & Number: Nine Mile 14-6
API Number: 43-013-31999
Lease: UTU-74390
Location: SE SW Sec. 6 T. 9 S. R. 16 E.

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. Notification Requirements

Notify the Division within 24 hours following spudding the well or commencing drilling operations. Contact Jim Thompson at (801)538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact John R. Baza (801)538-5334.

3. Reporting Requirements

All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

**UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**

5. LEASE DESIGNATION AND SERIAL NO.

UTU-74390

6. IF INDIAN, ALOTTEE OR TRIBE NAME

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK

DRILL☒**DEEPEN**☐

1b. TYPE OF WELL

OIL**GAS****SINGLE****MULTIPLE****WELL**☒**WELL**☐**OTHER**☐**ZONE**☐**ZONE**☐

2. NAME OF OPERATOR

Inland Production Company

3. ADDRESS OF OPERATOR

P.O. Box 790233 Vernal, UT 84079**Phone: (801) 789-1866**

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements. *)

At Surface **SE/SW**

At proposed Prod. Zone

781' FSL & 2074' FWL**RECEIVED**

7. UNIT AGREEMENT NAME

8. FARM OR LEASE NAME

Nine Mile

9. WELL NO.

#14-6

10. FIELD AND POOL OR WILDCAT

Monument Butte

11. SEC., T., R., M., OR BLK.

AND SURVEY OR AREA

Sec. 6, T9S, R16E

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*

13.5 Miles southwest of Myton, Utah**NOV 26 1997**

12. County

Duchesne

13. STATE

UT

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any)

781'

16. NO. OF ACRES IN LEASE

2077.19

17. NO. OF ACRES ASSIGNED TO THIS WELL

40

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR ON THIS LEASE, FT.

19. PROPOSED DEPTH

6500'

20. ROTARY OR CABLE TOOLS

Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)

5942.6' GR

22. APPROX. DATE WORK WILL START*

4th Quarter 1997**23. PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	SIZE OF CASING	WEIGHT/FOOT	SETTING DEPTH	QUANTITY OF CEMENT
Refer to Monument Butte Field SOP's Drilling Program/Casing Design				

The Conditions of Approval For Application For Permit To Drill are attached.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM : If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone.

If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24. **Regulatory**

SIGNED


Cheryl Cameron

TITLE

Compliance Specialist

DATE

11/24/97

(This space for Federal or State office use)

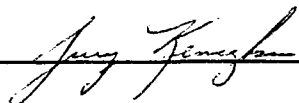
PERMIT NO.

APPROVAL DATE

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY



TITLE

**ACTING
Assistant Field Manager
Mineral Resources**

DATE

FEB 12 1998**COPIES OF APPROVAL****COPIES ATTACHED*****See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Inland Production Company

Well Name & Number: Nine Mile 14-6

API Number: 43-013-31999

Lease Number: U-74390

Location: SESW Sec. 06 T. 09S R. 16E

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

Drilling Operations

As a minimum, the usable water shall be isolated and/or protected by having a cement top for the production casing at least 200 ft. above the base of the Usable Water identified at \pm 1157 ft.

EPA'S LIST OF NONEXEMPT EXPLORATION AND PRODUCTION WASTES

- Unused fracturing fluids or acids
- Gas plant cooling tower cleaning wastes
- Painting wastes
- Oil and gas service company wastes, such as empty drums, drum rinsate, vacuum truck rinsate, sandblast media, painting wastes, spent solvents, spilled chemicals, and waste acids
- Vacuum truck and drum rinsate from trucks and drums, transporting or containing nonexempt waste
- Refinery wastes
- Liquid and solid wastes generated by crude oil and tank bottom reclaimers
- Used equipment lubrication oils
- Waste compressor oil, filters, and blowdown
- Used hydraulic fluids
- Waste solvents
- Waste in transportation pipeline-related pits
- Caustic or acid cleaners
- Boiler cleaning wastes
- Boiler refractory bricks
- Incinerator ash
- Laboratory wastes
- Sanitary wastes
- Pesticide wastes
- Radioactive tracer wastes
- Drums, insulation and miscellaneous solids.

SURFACE USE PROGRAM

Location Reclamation

The seed mixture to revegetate areas of the location not needed for production and operations as well as for final reclamation will be:

western wheatgrass	Agropyron smithii	2 lbs/acre
shadscale	Atriplex confertifolia	3 lbs/acre
fourwing saltbush	Atriplex canescens	4 lbs/acre
black sagebrush	Artemesia arbuscula v. nova	3 lbs/acre

Additionally at the time of reclaiming the reserve pit in addition to seeding the reserve pit area the remaining stockpiled top soil will also be seeded and the seed worked into the surface of the soil pile.

Raptor Mitigation

Two artificial nesting platforms will be constructed and placed by the operator. The BLM authorized officer will determine the placement of the platforms.

The access to this location shall be a single-lane road with and 12 foot travel surface. If the well is to be an injection well, worker access to the well will be limited to one trip per week with a full size pickup. If the well is to be a producing well, worker access to the well will be limited to one trip per day with a full size pickup.

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: INLAND PRODUCTION CO

Well Name: NINE MILE 14-6

Api No. 43-013-31999

Section 6 Township 9S Range 16E County DUCHESNE

Drilling Contractor

Rig #

SPUDDED:

Date 3/4/98

Time 3:00 PM

How DRY HOLE

Drilling will commence

Reported by MIKE WARD

Telephone #

Date: 3/5/98 Signed: JLT

✓

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry a different reservoir.
Use "APPLICATION FOR PERMIT -" for such proposals

5. Lease Designation and Serial No.

UTU-74390

6. If Indian, Allottee or Tribe Name

NA

7. If Unit or CA, Agreement Designation

NA

8. Well Name and No.

NINE MILE 14-6

9. API Well No.

43-013-31999

10. Field and Pool, or Exploratory Area

MONUMENT BUTTE

11. County or Parish, State

DUCHESNE COUNTY, UTAH

SUBMIT IN TRIPLICATE

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator

INLAND PRODUCTION COMPANY

3. Address and Telephone No.

410 17TH STREET, SUITE 700, DENVER, COLORADO 80202 (303) 893-0102

4. Location of Well (Footage, Sec., T., R., in., or Survey Description)

781 FSL 2074 FWL SE/SW Section 6, T09S R16E

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☐ Notice of Intent
☒ Subsequent Report
☐ Final Abandonment Notice

TYPE OF ACTION

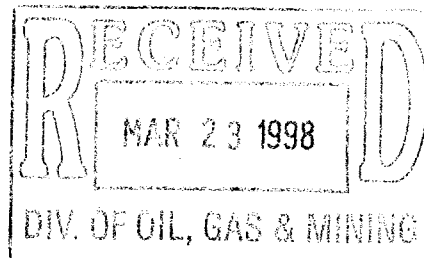
☐ Abandonment
☐ Recompletion
☐ Plugging Back
☐ Casing Repair
☐ Altering Casing
☒ Other **Surface Spud**

☐ Change of Plans
☐ New Construction
☐ Non-Routine Fracturing
☐ Water Shut-Off
☐ Conversion to Injection
☐ Dispose Water

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

MIRU ZCM Drilling. Drl 12-1/4" sfc hole to 306'. Circ hole clean. Spud well @ 3:00 am, 3/4/98. Circ hole clean. LD DP & Air hammer. RU & Run 8-5/8" GS, 7 jt 8-5/8", 24#, J-55, ST & C csg (286'). Csg set @ 286' GL. RU Halliburton. Pmp 5 bbl dye wtr & 20 bbl gel. Pmp 120 sx Premium Plus w/2% CC, 2% gel, 1/2#/sk flocele (14.8 ppg 1.37 cf/sk yield). With 4 bbl left in displacement, air bubble hit sfc & blew cmt out of hole @ approx. 18'. Topped annulus w/15 sx Premium Plus w/2% CC (15.6 ppg 1.18 cf/sk yield). Cmt lvl held. RD Halliburton. RD SDFN. (Radiator on compressor leaking, needs repair. Will bring compressor out approx. 3/7 & finish MH & RH.) Drl mouse & rat hole for Big A #46. RDMO.



14. I hereby certify that the foregoing is true and correct

Signed

Shannon Smith

Title

Engineering Secretary

Date

3/19/98

(This space for Federal or State office use)

Approved by

Title

Date

Conditions of approval, if any:

CC: UTAH DOGM

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry a different reservoir.
Use "APPLICATION FOR PERMIT -" for such proposals

5. Lease Designation and Serial No.

UTU-74390

6. If Indian, Allottee or Tribe Name

NA

7. If Unit or CA, Agreement Designation

NA

8. Well Name and No.

NINE MILE 14-6

9. API Well No.

43-013-31999

10. Field and Pool, or Exploratory Area

MONUMENT BUTTE

11. County or Parish, State

DUCHESNE COUNTY, UTAH

SUBMIT IN TRIPLICATE

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator

INLAND PRODUCTION COMPANY

3. Address and Telephone No.

410 17TH STREET, SUITE 700, DENVER, COLORADO 80202 (303) 893-0102

4. Location of Well (Footage, Sec., T., R., m., or Survey Description)

781 FSL 2074 FWL SE/SW Section 6, T09S R16E

12. **CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

TYPE OF SUBMISSION

☐ Notice of Intent
☒ Subsequent Report
☐ Final Abandonment Notice

TYPE OF ACTION

☐ Abandonment
☐ Recompletion
☐ Plugging Back
☐ Casing Repair
☐ Altering Casing
☒ Other **P&A'd**

☐ Change of Plans
☐ New Construction
☐ Non-Routine Fracturing
☐ Water Shut-Off
☐ Conversion to Injection
☐ Dispose Water

(Note: Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

WEEKLY STATUS REPORT FOR THE PERIOD OF 3/12/98 - 3/18/98

Drilled 7-7/8" hole from 306' - 5950' w/Big A #46

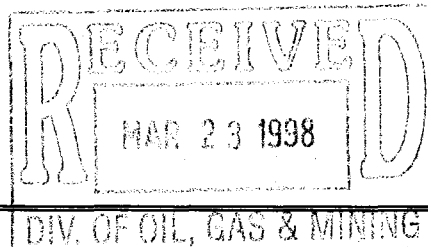
PLUGGED ON 3/16/98.

Plug #1: Set plug @ 5900' - 5700' w/110 sx Premium Plus & 2% Calseal mixed @ 15.6 ppg 1.18 cf/sk yield. Tag cmt @ 5560'.

Plug #2: Set plug @ 1850' - 1650' w/90 sx Premium Plus 15.6 ppg 1.18 cf/sk yield.

Plug #3: Set plug @ 1150' - 1250' w/60 sx Premium Plus 15.6 ppg 1.18 cf/sk yield.

Plug #4: Set plug @ 350' - surface w/145 sx Premium Plus & 2% Calseal 15.6 ppg 1.18 cf/sk yield.



14. I hereby certify that the foregoing is true and correct

Signed

Shannon Smith

Title

Engineering Secretary

Date

3/19/98

(This space for Federal or State office use)

Approved by

**Accepted by the
Utah Division of**

Title

Date

Conditions of approval, if any:

CC: UTAH DOGM

FOR RECORD ONLY

Title 18 U.S.C. Section 1001 makes it a crime to knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE*

(See other in-
structions on
reverse side)

Form approved
Budget Bureau No. 1004-0137
Expires August 31, 1985

WELL COMPLETION OR RECOMPLETION REPORT AND LOG*

5. LEASE IDENTIFICATION AND SERIAL NO.
UTU-74390
6. IF INDIAN, ALIQUOT OR TRUST NAME

7. TRACT ACQUISITION NAME

8. NAME OF LEASE NAME

Nine Mile
9. WELL NO.
#14-6

10. FIELD AND POOL OR WILDCAT

Monument Butte
11. M.C. T. R. M. OR BLOCK AND SURVEY
OR ANNA

Sec. 6-T9S-R16E

12. COUNTY OR
PARISH
Duchesne 13. STATE
Utah

14. ELEVATIONS (DF, AKE, RT, OR, ETC.)*

15. ELEV. CASINGHEAD

16. INTERVAL
DRILLED OR

17. ROTARY TOOLS

18. CABLE TOOLS

19. WAS DIRECTIONAL
SURVEY MADE

20. WAS WELL CORRECTION

21. TYPE ELECTRIC AND OTHER LOGS R/T

DIGT/SDL/DSN/GR/CAL 3-27-98

22. CASING RECORD (Report all strings set in well)

23. LINER RECORD

24. TUBING RECORD

25. PERFORATION RECORD (Interval, size and number)

26. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

27. PRODUCTION

28. DATE FIRST PRODUCTION

29. PRODUCTION METHOD (Flowing, gas lift, pumping—also and type of pump)

30. WELL STATUS (Producing or shut in)

Plugged

31. DATE OF TEST

32. HOURS TESTED

33. CHOKED SIZE

34. PROD. FOR TEST PERIOD

35. OIL—BBL.

36. GAS—MCF.

37. WATER—BBL.

38. GAS-OIL RATIO

39. FLOW, TUBING PRESS.

40. CASING PRESSURE

41. CALCULATED 24-HOUR RATE

42. OIL—BBL.

43. GAS—MCF.

44. WATER—BBL.

45. OIL GRAVITY-API (CONF.)

46. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)

47. TEST WITNESSED BY

48. LIST OF ATTACHMENTS

49. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

SIGNED Debbie Knight TITLE Permitting Specialist DATE 3-25-98

*(See Instructions and Spaces for Additional Data on Reverse Side)

Spud Date: 3/4/98

Put on Production:

GL: 5955' KB: 5943'

SURFACE CASING

CSG SIZE: 8-5/8"

GRADE: J-55

WEIGHT: 24#

LENGTH:

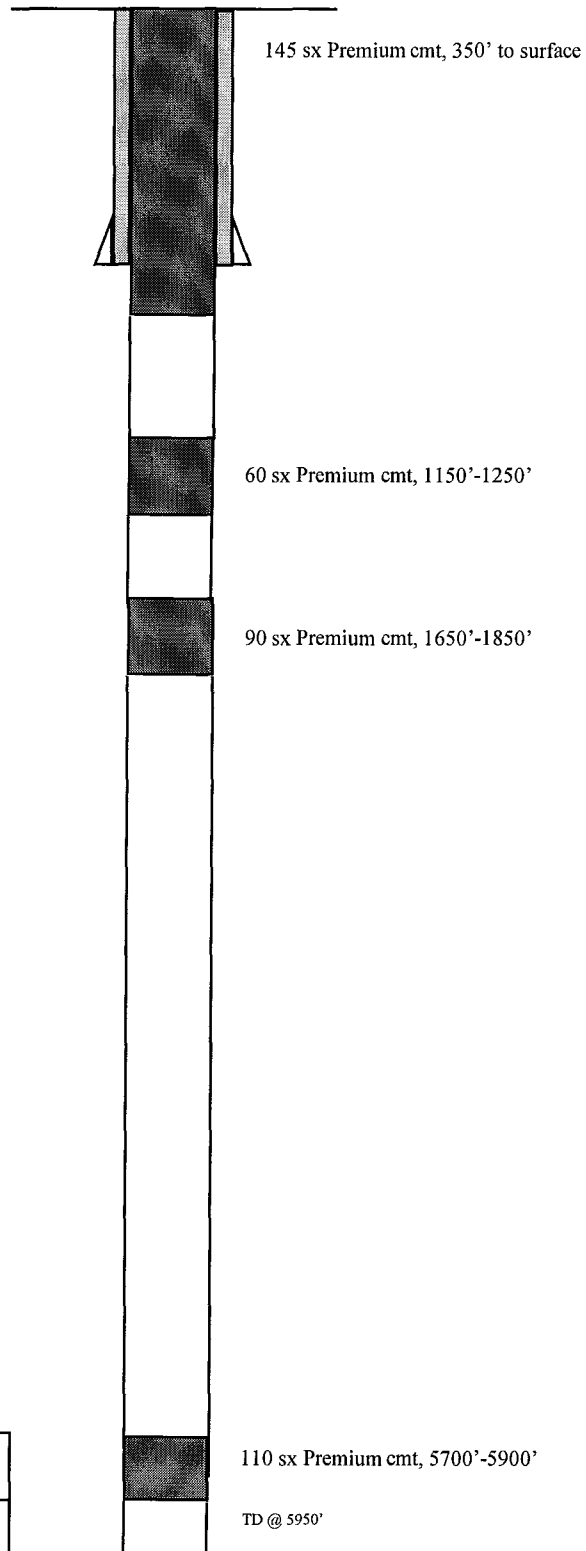
DEPTH LANDED: 286'

HOLE SIZE: 12-1/4"

CEMENT DATA: 135 sxs Premium cmt, est ? bbls to surf.

Nine Mile #14-6

Wellbore Diagram



Inland Resources Inc.

Nine Mile #14-6

781 FSL 2074 FWL

SESW Section 6-T9S-R16E

Duchesne Co, Utah

API #43-013-31999; Lease #UTU-74390

Form 3160-5
(June 1990)UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir.
Use "APPLICATION FOR PERMIT—" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well
☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator

Inland Production Company (303) 292-0900

3. Address and Telephone No.

410 17th Street, Suite 700 Denver, CO 80202

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

SE/SW Section 6-T9S-R16E

781' FSL and 2074' FWL

FORM APPROVED

Budget Bureau No. 1004-0113

Expires: March 31, 1993

5. Lease Designation and Serial No.

1174-74390

6. If Indian, Allotment or Tribe Name

7. If Unit or C.A. Agreement Designation

8. Well Name and No.

Nine Mile Federal #14-6-9-16

9. API Well No.

43-013-31999

10. Field and Pool, or Regulatory Area

Monument Butte

11. County or Parish, State

Duchesne, Utah

12. CHECK APPROPRIATE BOX(es) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☐ Notice of Intent☒ Subsequent Report☐ Final Abandonment Notice

TYPE OF ACTION

☐ Abandonment☐ Resumption☐ Plugging Back☐ Casing Repair☐ Altering Casing☒ Other Well Name Change☐ Change of Plans☐ New Construction☐ Non-Routine Fracturing☐ Water Shut-Off☐ Conversion to Injection☐ Dispose Water

(Note: Report results of multiple completion or Completion or Resumption Report and Log)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Inland Production Company requests approval to change the well name from Nine Mile #14-6 to Nine Mile Federal #14-6-9-16.

14. I hereby certify that the foregoing is true and correct

Signed Debbie KnightTitle Permitting SpecialistDate 3-25-98

(This space for Federal or State office use)

Approved by _____
Conditions of approval, if any:

Title _____

Date _____

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statement or representations as to any matter within its jurisdiction.

*See instruction on Reverse Side

Received Time Mar. 4, 10:28AM

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
ENTITY ACTION FORM - FORM 6

OPERATOR Inland Production Company
ADDRESS 410 17th St., Suite 700
Denver, Colorado 80202

OPERATOR ACCT. NO. N 5160

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
A	99999	12325	43-013-32013	Nine Mile 4-7-9-16	NW/4	7	09S	16E	Duchesne	3/2/98	
WELL 1 COMMENTS: Spud well @ 6:00 pm, 3/2/98 w/ zcm Drilling. Entities added 4-2-98. Lc											
E	99999	99998	43-013-31999	Nine Mile 14-6-9-16	SE/4	6	09S	16E	Duchesne	3/4/98	
WELL 2 COMMENTS: Spud well @ 3:00 am, 3/4/98 w/ zcm Drilling. PA'd 3-17-98.											
A	99999	12326	43-013-32023	S. Pleasant Valley Fed 2-22-9-17	NW/4	22	09S	17E	Duchesne	3/14/98	
WELL 3 COMMENTS: Spud well @ 7:30 pm, 3/14/98 w/ Union, Rig #17.											
A	99999	12327	43-013-32010	Nine Mile 15-6-9-16	SW/4	6	09S	16E	Duchesne	3/18/98	
WELL 4 COMMENTS: Spud well @ 3:00 pm, 3/18/98 w/ zcm Drilling.											
	99999	12328	43-013-32014	Nine Mile 12-2-9-16	NW/4	7	09S	16E	Duchesne	3/16/98	
WELL 5 COMMENTS: Spud well @ 1:00 pm, 3/16/98 w/ zcm Drilling.											

ACTION CODES (See instructions on back of form).

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)

Shannon Smith
Signature

Engineering Secretary 04/02/98
Title Date

Phone No. (303) 382-4441

STATE OF UTAH
DIVISION OF OIL, GAS AND MINING
ENTITY ACTION FORM - FORM 6

OPERATOR Inland Production Company
ADDRESS 410 17th St., Suite 700
Denver, Colorado 80202

OPERATOR ACCT. NO. N 5160

ACTION CODE	CURRENT ENTITY NO.	NEW ENTITY NO.	API NUMBER	WELL NAME	WELL LOCATION					SPUD DATE	EFFECTIVE DATE
					QQ	SC	TP	RG	COUNTY		
	99999	12329	43013-3993	BOUNDARY UNIT 8-20	S ² /NE	20	08S	17E	Duchesne	3/22/98	
WELL 1 COMMENTS: Spud well @ 6:30 am, 3/22/98 w/ Union, Rig #17. 8-20-8-17 Greater Boundary Unit Entities added 4-2-98. J											
	99999	12330	43-013-3004	Nine Mile 12-7-9-16	S ² /SE	7	08S	16E	Duchesne	3/23/98	
WELL 2 COMMENTS: Spud well @ 9:45 am, 3/23/98 w/ ZCM Drilling.											
	99999	12331	43-047-3080	HANCOCK 14-23-4-1	S ² /SW	23	04S	1W	Uintah	3/30/98	
WELL 3 COMMENTS: Spud well @ 4:00 pm, 3/30/98 w/ Union #17.											
	99999	12332	43-013-3004	S. Pleasant Valley Fed 3-22-9-17	N ² /NW	22	08S	17E	Duchesne	3/30/98	
WELL 4 COMMENTS: Spud well @ 1:30 pm, 3/30/98 w/ Union, Rig #7.											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected.

(3/89)

Shannon Smith
Signature

Engineering Secretary 04/02/98
Title Date

Phone No. (303) 382-4441



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Vernal District Office
170 South 500 East
Vernal, Utah 84078-2799

Phone: (801) 781-4400
Fax: (801) 781-4410

IN REPLY REFER TO:

3162.34
UT08438

August 2, 1999

Inland Production Company
410 17th Street, Suite 700
Denver, Colorado 80202

RE: Nine Mile #14-6
West Point Unit
SESW, Sec.6, T9S, R16E
API #43-013-31999
Duchesne County, Utah
Lease No. U-74390

Dear Sir:

The above referenced well was plugged and abandoned March 16, 1998.

Field reviews and examinations were conducted by personnel from this office March 18, 1999, and July 28, 1999. It was determined on July 28, 1999 that the surface rehabilitation has been satisfactorily completed.

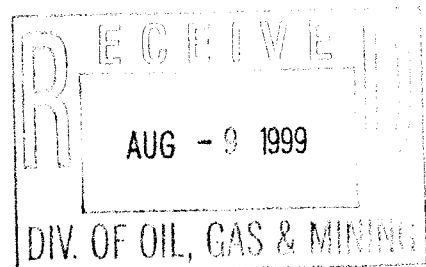
Final abandonment of the well and well site has been approved.

If you have any questions concerning this matter, please contact Stan Olmstead at (435) 781-4468.

Sincerely,

Howard Cleavinger
Assistant District
Manager for Minerals

cc: Inland
Route #3, Box 3630
Myton, Utah 84052





United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office

P.O. Box 45155

Salt Lake City, UT 84145-0155

<http://www.blm.gov>



IN REPLY REFER TO:

3106

(UT-924)

September 16, 2004

Memorandum

To: Vernal Field Office

From: Acting Chief, Branch of Fluid Minerals

Subject: Merger Approval

Attached is an approved copy of the name change recognized by the Utah State Office. We have updated our records to reflect the merger from Inland Production Company into Newfield Production Company on September 2, 2004.

Michael Coulthard
Acting Chief, Branch of
Fluid Minerals

Enclosure

1. State of Texas Certificate of Registration

cc: MMS, Reference Data Branch, James Sykes, PO Box 25165, Denver CO 80225
State of Utah, DOGM, Attn: Earlene Russell, PO Box 145801, SLC UT 84114
Teresa Thompson
Joe Incardine
Connie Seare

UTSL-	15855	61052	73088	76561	
071572A	16535	62848	73089	76787	
065914	16539	63073B	73520A	76808	
	16544	63073D	74108	76813	
	17036	63073E	74805	76954	63073X
	17424	63073O	74806	76956	63098A
	18048	64917	74807	77233	68528A
UTU-	18399	64379	74808	77234	72086A
	19267	64380	74389	77235	72613A
02458	26026A	64381	74390	77337	73520X
03563	30096	64805	74391	77338	74477X
03563A	30103	64806	74392	77339	75023X
04493	31260	64917	74393	77357	76189X
05843	33992	65207	74398	77359	76331X
07978	34173	65210	74399	77365	76788X
09803	34346	65635	74400	77369	77098X
017439B	36442	65967	74404	77370	77107X
017985	36846	65969	74405	77546	77236X
017991	38411	65970	74406	77553	77376X
017992	38428	66184	74411	77554	78560X
018073	38429	66185	74805	78022	79485X
019222	38431	66191	74806	79013	79641X
020252	39713	67168	74826	79014	80207X
020252A	39714	67170	74827	79015	81307X
020254	40026	67208	74835	79016	
020255	40652	67549	74868	79017	
020309D	40894	67586	74869	79831	
022684A	41377	67845	74870	79832	
027345	44210	68105	74872	79833	
034217A	44426	68548	74970	79831	
035521	44430	68618	75036	79834	
035521A	45431	69060	75037	80450	
038797	47171	69061	75038	80915	
058149	49092	69744	75039	81000	
063597A	49430	70821	75075		
075174	49950	72103	75078		
096547	50376	72104	75089		
096550	50385	72105	75090		
	50376	72106	75234		
	50750	72107	75238		
10760	51081	72108	76239		
11385	52013	73086	76240		
13905	52018	73087	76241		
15392	58546	73807	76560		



Office of the Secretary of State

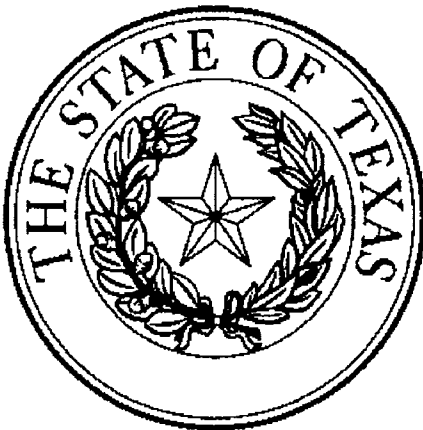
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Newfield Production Company
Filing Number: 41530400

Articles of Amendment

September 02, 2004

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 10, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Secretary of State

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
INLAND PRODUCTION COMPANY

FILED
In the Office of the
Secretary of State of Texas
SEP 02 2004
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "TBCA"), the undersigned corporation adopts the following articles of amendment to the articles of incorporation:

ARTICLE 1 -- Name

The name of the corporation is Inland Production Company.

ARTICLE 2 -- Amended Name

The following amendment to the Articles of Incorporation was approved by the Board of Directors and adopted by the shareholders of the corporation on August 27, 2004.

The amendment alters or changes Article One of the Articles of Incorporation to change the name of the corporation so that, as amended, Article One shall read in its entirety as follows:

"ARTICLE ONE -- The name of the corporation is Newfield Production Company."

ARTICLE 3 -- Effective Date of Filing

This document will become effective upon filing.

The holder of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing pursuant to Article 9.10 of the TBCA, adopting said amendment, and any written notice required has been given.

IN WITNESS WHEREOF, the undersigned corporation has executed these Articles of Amendment as of the 1st day of September, 2004.

INLAND RESOURCES INC.

By: Susan G. Riggs
Susan G. Riggs, Treasurer

6a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
6b. Inspections of LA PA state/fee well sites complete on: waived

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA

8. **Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: n/a

9. **Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: na/

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 2/23/2005

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 2/28/2005
2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 2/28/2005
3. Bond information entered in RBDMS on: 2/28/2005
4. Fee/State wells attached to bond in RBDMS on: 2/28/2005
5. Injection Projects to new operator in RBDMS on: 2/28/2005
6. Receipt of Acceptance of Drilling Procedures for APD/New on: waived

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UT 0056

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 61BSBDH2912

FEE & STATE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 61BSBDH2919
2. The **FORMER** operator has requested a release of liability from their bond on: n/a*
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

*Bond rider changed operator name from Inland Production Company to Newfield Production Company - **received 2/23/05**